

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

SAMSUNG ELECTRONICS CO. LTD,	)	
SAMSUNG ELECTRONICS AMERICA, INC.,	)	
SAMSUNG TELECOMMUNICATIONS	)	
AMERICA GENERAL, LLC,	)	
SAMSUNG SEMICONDUCTOR, INC., and	)	
SAMSUNG AUSTIN SEMICONDUCTOR LLC,	)	
	)	C.A. No. 06-720 (***)
Plaintiffs,	)	
	)	
v.	)	
	)	
ON SEMICONDUCTOR CORP. and	)	
SEMICONDUCTOR COMPONENTS	)	
INDUSTRIES, LLC,	)	
	)	
Defendants.	)	

**DEFENDANTS' MOTION TO DISMISS**

Defendants ON Semiconductor Corp. and Semiconductor Components Industries, LLC ("ON Semiconductor") hereby move to dismiss the November 30, 2006 declaratory judgment complaint for lack of subject matter jurisdiction under Fed. R. Civ. P. 12(b)(1). In the alternative, the Court should decline to exercise jurisdiction because the purposes of the Declaratory Judgment Act and the principles of sound judicial administration would not be served by hearing this action. The grounds for this motion are set forth more fully in ON Semiconductor's opening brief, filed herewith.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Karen Jacobs Louden

---

Karen Jacobs Louden (#2881)  
1201 N. Market Street  
P.O. Box 1347  
Wilmington, DE 19899  
(302) 658-9200  
klouden@mnat.com  
Attorneys for defendants

Kenneth R. Adamo  
JONES DAY  
2727 North Harwood Street  
Dallas, TX 75201-1515  
(214) 220-3939

T. Gregory Lanier  
Behrooz Shariati  
JONES DAY  
2882 Sand Hill Road, Suite 240  
Menlo Park, CA 94025  
(650) 739-3939

December 27, 2006

549923

**CERTIFICATE OF SERVICE**

I, the undersigned, hereby certify that on December 27, 2006 I electronically filed the foregoing with the Clerk of the Court using CM/ECF, which will send notification of such filing(s) to the following:

Josy Ingersoll  
jingersoll@ycst.com

John Shaw  
jshaw@ycst.com

I also certify that copies were caused to be served on December 27, 2006 upon the following in the manner indicated:

**BY HAND**

Josy W. Ingersoll (#1088)  
John W. Shaw (#3362)  
Young, Conaway, Stargatt & Taylor, LLP  
The Brandywine Building  
1000 West Street, 17th Floor  
P.O. Box 391  
Wilmington, DE 19899

**BY FEDERAL EXPRESS**

John M. Desmarais  
James E. Marina  
Kirkland & Ellis LLP  
153 East 53rd Street  
New York, NY 10022

/s/ Karen Jacobs Loudon  
klouden@mnat.com